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NO pag 88860

# John Venn & Sons

Scrivener Notaries  
Translators

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I, JESSICA MARGARET REEVE, a duly admitted Notary Public, having jurisdiction throughout England and Wales and practising in London, England, hereby certify:

1. THAT the annexed Power of Attorney was sealed with the Common Seal of **GLAXO GROUP LIMITED**;

2. THAT the affixing of the said Seal was witnessed by LORRAINE ANNE DAY, one of the Directors of EDINBURGH PHARMACEUTICAL INDUSTRIES LIMITED, Corporate Director of GLAXO GROUP LIMITED and RICHARD JAMES STEPHENS, Assistant Secretary of the said GLAXO GROUP LIMITED;

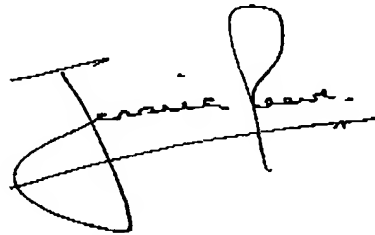
3. THAT the said GLAXO GROUP LIMITED is duly incorporated and existing under English Law, having its Registered Office at Glaxo Wellcome House, Berkeley Avenue, Greenford, Middlesex, UB6 0NN, England;

4. THAT the said Seal was affixed in the manner prescribed by the current, duly adopted Articles of Association of the said Company;

5. THAT the said signatures were subscribed by authority of the Directors of the said Company;

6. AND THAT the said Power of Attorney, being so sealed and signed, is duly executed by and binding on the said Company.

IN WITNESS whereof I have issued this Certificate under my signature and Seal of Office at London, aforesaid, the fourth day of March Two thousand and five.



BEST AVAILABLE COPY

Assignment

WHEREAS, I/we, **Gary Wayne GOODSON, Alison Green FLOYD and Cecilia Carpenter NAVY**, all citizens of the United States of America and residing at Durham, North Carolina, has/have invented or discovered certain improvements in **PHARMACEUTICAL COMPOSITIONS** hereinafter referred to as said invention and improvements for which a priority application 60/425,182 was filed on November 8, 2002 in the United States Patent and Trademark Office and for which a PCT international application, PCT/US2003/035830 was filed 07 November 2003 designating the United States of America and naming assignor as inventor, and in the United States only applicant/inventor; for which a national patent application is now being filed in the United States Patent and Trademark Office. I authorize and request that the US serial number and filing date, when known be inserted here in parentheses;

(US \_\_\_\_\_ Filing date: \_\_\_\_\_)

WHEREAS, **SMITHKLINE BEECHAM CORPORATION**, a corporation organized and existing under and by virtue of the laws of the State of Pennsylvania and having its principal place of business at One Franklin Plaza, Philadelphia, Pennsylvania 19102, USA, is desirous of acquiring the whole right, title and interest in and to said invention and improvements and said application, and in ~~and to any~~ Letters Patent to be obtained therefor, in the United States, its territories and possessions; and

WHEREAS, **GLAXO GROUP LIMITED**., a company incorporated in England, whose registered office is at Glaxo Wellcome House, Berkeley Avenue, Greenford, Middlesex, UB6 0NN, England, is desirous of acquiring the whole right, title and interest in and to said invention and improvements, and in and to any applications for said invention and improvements and any Letters Patent to be obtained therefor, in all countries other than the United States, its territories and possessions;

NOW, THEREFORE, to all whom it may concern, be it known that I/we, **Gary Wayne GOODSON, Alison Green FLOYD and Cecilia Carpenter NAVY** for good and valuable consideration unto me/us moving, the receipt whereof is hereby acknowledged, have sold, assigned and transferred, and by these presents do sell,

assign and transfer my/our whole right, title and interest in and to said invention and improvements to said **SMITHKLINE BEECHAM CORPORATION**, throughout the United States of America, its territories and possessions, and in and to said application and any extensions, reissues, continuations, continuations-in-part, and any divisions thereof, and in and to any and all Letters Patent of the United States of America;

AND, my/our whole right, title and interest in and to said invention and improvements to **GLAXO GROUP LIMITED**, in all other countries throughout the world, and in and to any applications in said other countries, and continuations-in-part, patents of addition, revalidation patents, patents of importation, registrations, and any renewals, extensions and divisions thereof, and in and to any and all Letters Patent of said all other countries which may be granted on said invention and improvements including any priority rights under the International Convention.

AND, I/we do hereby authorize and request the issue of any Letters Patent in the respective areas referred to, to said **SMITHKLINE BEECHAM CORPORATION** or **GLAXO GROUP LIMITED**, as assignees of my/our whole right, title and interest in and to the same for the sole use and behoof of the said assignees, their successors and assigns as their interests appear herein;

AND, I/we warrant that I/we have not knowingly conveyed to others any right in said invention, improvements, applications or patents or any license to use the same or to make, use or sell anything embodying or utilizing said invention and improvements and that I/we have good right to assign the same to **SMITHKLINE BEECHAM CORPORATION** and **GLAXO GROUP LIMITED**;

AND, I/we the undersigned **Gary Wayne GOODSON, Alison Green FLOYD and Cecilia Carpenter NAVY** for the consideration aforesaid, do hereby agree that I/we or my/our executors or legal representatives, will provide information and make, execute and deliver any and all other instruments in writing, and any and all further acts, application papers, affidavits, assignments and other documents which may be necessary or desirable to more effectually secure to and vest in said **SMITHKLINE BEECHAM CORPORATION** and **GLAXO GROUP LIMITED**, their successors and assigns, the whole right, title and interest in and to the said invention and improvements, applications, Letters Patent, rights, title and interest

hereby sold, assigned and conveyed, or intended so to be. *This assignment should be deemed effective as of 08 November 2002.*

IN WITNESS WHEREOF, I/we have hereunto set my/our hand(s) and affixed my/our seal(s) on the date(s) indicated below.

*Gary Wayne Goodson* *20-April-05*  
Inventor: Gary Wayne GOODSON Date

*Alison Green Floyd* *20-April-05*  
Inventor: Alison Green FLOYD Date

*Cecilia Carpenter Navy* *20 April 2005*  
Inventor: Cecilia Carpenter NAVY Date

## Power of Attorney

BY THIS POWER OF ATTORNEY given this ~~24th~~ day of ~~FEBRUARY~~ two thousand and five GLAXO GROUP LIMITED, a company incorporated in England and Wales (Registration No. 305979) and having its registered office at Glaxo Wellcome House, Berkeley Avenue, Greenford, Middlesex, UB6 0NN, England (hereinafter called "the Company"), HEREBY appoints all and any of its Directors, Secretary and Assistant Secretary for the time being, and DAVID ROBERTS, PETER JOHN GIDDINGS, ARTHUR WILLIAM RUSSELL TYRRELL, MARCUS J. W. DALTON, PETER I. DOLTON, WENDY ANNE FILLER, MICHAEL JOHN STOTT, HUGH BAINFORDE DAWSON, HELEN QUILLIN, CHARLES KINZIG, STEPHEN VENETIANER, THEODORE R. FURMAN, MARY E. MCCARTHY, EDWARD R. GIMMI, CHARLES E. DADSWELL, ROBERT H. BRINK and FRANK P. GRASSLER jointly and severally to be its true and lawful agents and attorneys (hereinafter called "the Attorneys") on behalf and in the name of the Company or otherwise to do, perform, exercise or execute or concur with any other person or persons in doing, performing or exercising in or for any country or countries or jurisdiction in any part of the world all or any of the following powers, acts, deeds and things in connection with: letters patent, including extensions thereto; utility models; copyrights; trademark registrations; trademarks; trade names; trade dress; logos; design rights; designs and all rights analogous thereto and all applications therefor and any other forms whatsoever of intellectual property rights; including know-how, all of which are hereinafter called "Intellectual Property Rights", that is to say:

1. In any country or countries or jurisdiction in any part of the world to make application or cause application to be made for the grant or issue or transfer to the Company or registration in its name of Intellectual Property Rights and to take all steps necessary for the same to be prosecuted, maintained, withdrawn, renewed, enforced, defended or extended.
2. As the act and deed of the Company to sign, seal, deliver and execute all or any assignments or assurances, licences to the Company of or under any Intellectual Property Rights or the right to and interest in any inventions to be the subject of Intellectual Property Rights for the purpose of fully and effectually vesting and transferring the same in and to the Company.
3. As the act and deed of the Company to sign and execute all or any assignments and acceptances of the transfer or assignment of such rights, and also any licences, sub-licences and consents from the Company of or under any Intellectual Property Rights or the right to and interest in any invention to be the subject of Intellectual Property Rights, for the purpose of fully and effectually vesting transferring or granting the same in and to any entity, whether in the United Kingdom or elsewhere, in so far as such documents can be executed without the Company's seal being affixed thereto. For purposes of this Power of Attorney, the terms "entity" means, and includes, any person, firm or company or group of persons or unincorporated body.
4. To give undertakings or assurances to third parties and to any Trademark Registry or official intellectual property agency or governmental department or otherwise responsible for the registration or protection of trademarks, trade names, trade dress, logos, design rights or designs for the purpose of best protecting or ensuring the co-existence of the Company's rights to trademarks, trade names, trade dress, logos, design rights or designs.
5. To commence, prosecute and defend any proceedings or applications whether judicial or extra judicial relating to Intellectual Property Rights and to maintain, withdraw or settle the same.
6. For and in connection with any Intellectual Property Rights to sign, seal, deliver and execute any Power of Attorney or other deed or document authorising any agent,

including trademark and patent agents and attorneys, to act on behalf of the Company.

7. To apply for the registration, amendment or cancellation of user rights in respect of any trademark or trade name.
8. To act in regard to all official communications which may now or hereafter be addressed to the Attorneys relating to Intellectual Property Rights or the renewal thereof in such manner that the Attorneys may be recognised as the authorised agent(s) of the Company in all proceedings in relation thereto.
9. For all or any of the purposes contained herein as the act and deed of the Company to sign, seal, deliver, execute and do all such documents, deeds, agreements, instruments and to do such acts as shall be requisite or may be deemed proper for or in relation to the said purposes.

**AND THE COMPANY HEREBY RATIFIES** and confirms and agrees to ratify and confirm all and whatsoever the Attorneys or any person, persons, firm or company appointed by them shall lawfully do or have done by virtue of the authorities herein contained

**AND THE COMPANY HEREBY DECLARES** that all instruments executed under and by virtue of this Power shall be as valid and effectual as if sealed by the Common Seal of the Company.

**IN WITNESS** whereof **GLAXO GROUP LIMITED** has caused its Common Seal to be hereunto affixed the day and year first before written

The **COMMON SEAL** of )  
**GLAXO GROUP LIMITED** )  
was hereto affixed in the presence of: )

Director

For and on Behalf of  
Edinburgh  
Pharmaceutical  
Industries  
Limited

DIRECTOR

  
\_\_\_\_\_  
~~Secretary~~ / Assistant Secretary

BEST AVAILABLE COPY

## Power of Attorney

BY THIS POWER OF ATTORNEY given this 23<sup>rd</sup> day of February two thousand and five SMITHKLINE BEECHAM CORPORATION, a company incorporated in Pennsylvania (Registration No. 3330395) and having its registered office at One Franklin Plaza, P.O. Box 7929, Philadelphia, Pennsylvania 19101, United States of America, (hereinafter called "the Company"), HEREBY appoints all and any of its Directors, Secretary and Assistant Secretary for the time being, and DAVID ROBERTS, PETER JOHN GIDDINGS, ARTHUR WILLIAM RUSSELL TYRRELL, HUGH BAINFORDE DAWSON, WENDY ANNE FILLER, MICHAEL JOHN STOTT, PETER I. DOLTON, HELEN KAYE QUILLIN, MARCUS JONATHAN WILLIAM DALTON, CHARLES M. KINZIG, STEPHEN VENETIANER, THEODORE R. FURMAN, MARY E. MCCARTHY, EDWARD R. GIMMI, CHARLES EDWARD DADSWELL, ROBERT H. BRINK, and FRANK P. GRASSLER jointly and severally to be its true and lawful agents and attorneys (hereinafter called "the Attorneys") on behalf and in the name of the Company or otherwise to do, perform, exercise or execute or concur with any other person or persons in doing, performing or exercising in or for any country or countries or jurisdiction in any part of the world all or any of the following powers, acts, deeds and things in connection with: letters patent, including extensions thereto; utility models; copyrights; trademark registrations; trademarks; trade names; trade dress; logos; design rights; designs and all rights analogous thereto and all applications therefor and any other forms whatsoever of intellectual property rights; including know-how, all of which are hereinafter called "Intellectual Property Rights", that is to say:

1. In any country or countries or jurisdiction in any part of the world to make application or cause application to be made for the grant or issue or transfer to the Company or registration in its name of Intellectual Property Rights and to take all steps necessary for the same to be prosecuted, maintained, withdrawn, renewed, enforced, defended or extended.
2. As the act and deed of the Company to sign, seal, deliver and execute all or any assignments or assurances, licences to the Company of or under any Intellectual Property Rights or the right to and interest in any inventions to be the subject of Intellectual Property Rights for the purpose of fully and effectually vesting and transferring the same in and to the Company.
3. As the act and deed of the Company to sign and execute all or any assignments and acceptances of the transfer or assignment of such rights, and also any licences, sub-licences and consents from the Company of or under any Intellectual Property Rights or the right to and interest in any invention to be the subject of Intellectual Property Rights, for the purpose of fully and effectually vesting transferring or granting the same in and to any entity, whether in the United Kingdom or elsewhere, in so far as such documents can be executed without the Company's seal being affixed thereto. For purposes of this Power of Attorney, the terms "entity" means, and includes, any person, firm or company or group of persons or unincorporated body.
4. To give undertakings or assurances to third parties and to any Trademark Registry or official intellectual property agency or governmental department or otherwise responsible for the registration or protection of trademarks, trade names, trade dress, logos, design rights or designs for the purpose of best protecting or ensuring the co-existence of the Company's rights to trademarks, trade names, trade dress, logos, design rights or designs.
5. To commence, prosecute and defend any proceedings or applications whether judicial or extra judicial relating to Intellectual Property Rights and to maintain, withdraw or settle the same.

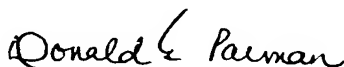
6. For and in connection with any Intellectual Property Rights to sign, seal, deliver and execute any Power of Attorney or other deed or document authorising any agent, including trademark and patent agents and attorneys, to act on behalf of the Company.
7. To apply for the registration, amendment or cancellation of user rights in respect of any trademark or trade name.
8. To act in regard to all official communications which may now or hereafter be addressed to the Attorneys relating to Intellectual Property Rights or the renewal thereof in such manner that the Attorneys may be recognised as the authorised agent(s) of the Company in all proceedings in relation thereto.
9. For all or any of the purposes contained herein as the act and deed of the Company to sign, seal, deliver, execute and do all such documents, deeds, agreements, instruments and to do such acts as shall be requisite or may be deemed proper for or in relation to the said purposes.
10. This Power of Attorney shall expire on December 31, 2006

**AND THE COMPANY HEREBY RATIFIES** and confirms and agrees to ratify and confirm all and whatsoever the Attorneys or any person, persons, firm or company appointed by them shall lawfully do or have done by virtue of the authorities herein contained

**AND THE COMPANY HEREBY DECLARES** that all instruments executed under and by virtue of this Power shall be as valid and effectual as if sealed by the Common Seal of the Company.

**IN WITNESS** whereof **SMITHKLINE BEECHAM CORPORATION** has caused its Common Seal to be hereunto affixed the day and year first before written

The **COMMON SEAL** of )  
**SMITHKLINE BEECHAM CORPORATION** )  
was hereto affixed in the presence of: )

  
\_\_\_\_\_  
Donald F. Parman  
Vice President and Secretary